

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

RFR HOLDING LLC and,)	
CENTURY 21 CHICAGO, LLC)	
)	
Plaintiffs,)	
)	No. 08 CV 1555
v.)	
)	Hon. Wayne R. Andersen
PONTE GADEA FLORIDA, INC. and)	
CHICAGO MICHIGAN, LLC,)	Magistrate Judge Cole
)	
Defendants.)	

MOTION TO DISQUALIFY

Plaintiffs RFR Holding LLC ("RFR") and Century 21 Chicago LLC ("Century 21 Chicago"; and together with RFR Holding, collectively, "the plaintiffs"), by their undersigned attorneys, hereby move this Court to disqualify Greenberg Traurig LLP ("the "Greenberg firm") from representing defendants Ponte Gadea Florida, Inc. and Chicago Michigan, LLC (the "defendants") in this action.

As set forth more fully in the accompanying memorandum of law and affidavits of Frank Mangieri and Ezra Sultan, the Greenberg's firm representation of defendants in this matter violates Illinois Rule of Professional Conduct 1.7 and Local Rule 83.51.7 of this Court. Specifically, the Greenberg firm is currently representing (a) plaintiff RFR Holding and its affiliates, and (b) Century 21 Department Stores LLC, an affiliate of plaintiff Century 21 Chicago, in numerous matters throughout the country. The very people to whom the Greenberg firm's lawyers currently report in connection with those matters are the decision makers involved in this litigation. Because plaintiffs never waived this conflict, the Greenberg firm should be disqualified from acting as counsel to defendants in this litigation.

In support of this Motion, plaintiffs incorporate by reference their Memorandum of Law in Support of Plaintiffs' Motion to Disqualify, the Affidavit of Frank Mangieri, and the Affidavit of Ezra Sultan, all of which are filed concurrently herewith.

WHEREFORE, for the reasons stated herein and in plaintiffs' incorporated Memorandum of Law in Support, as well as the Affidavits of Frank Mangieri and Ezra Sultan, plaintiffs RFR and Century 21 Chicago respectfully request that this Court enter an Order (1) disqualifying the Greenberg firm from acting as counsel to defendants in this action, (2) awarding plaintiffs the fees and expenses incurred in bringing this motion, and (3) awarding plaintiffs all other and further relief as the Court deems just and proper.

Respectfully submitted,

RFR HOLDING LLC
CENTURY 21 CHICAGO LLC

By: /s/ Mark Walfish
One of their Attorneys

Mark Walfish (Admitted *pro hac vice*)
KATSKY KORINS LLP
605 Third Avenue
New York, New York 10158-0038
(212) 953-6000

Lazar P. Raynal
Jocelyn D. Francoeur
McDERMOTT WILL & EMERY LLP
227 West Monroe Street
Chicago, Illinois 60606
Telephone: (312) 372-2000

CERTIFICATE OF SERVICE

I, Mark Walfish, an attorney, certify that on June 13, 2008, I caused a true and complete copy of plaintiffs' **Motion to Disqualify** to be served via CM/ECF mail upon:

Howard Kevin Jeruchimowitz
Rita M. Alliss Powers
Greenberg Traurig, L.L.P.
77 West Wacker Drive
Suite 2500
Chicago, IL 60601

And via first-class mail upon:

Hilarie Bass
Greenberg Traurig LLP
1221 Brickell Avenue
Miami, FL 33131

s/ Mark Walfish

CHI99 4993398-1.052498.0085